

**CAMPBELL COUNTY  
PROJECT DEVELOPMENT BOARD  
MINUTES**

**December 27, 2006**

A meeting of the Project Development Board was held on Wednesday, December 27, 2006, 5:00 p.m., at the Campbell County Court House, 330 York Street, Newport, Kentucky.

In attendance at the meeting were Board members:

WILLIAM H. WHITE, CHAIRMAN  
JUDGE WILLIAM J. WEHR, CO-CHAIR  
JUDGE D. MICHAEL FOELLGER  
THOMAS J. CALME, CIRCUIT COURT CLERK  
JUDGE/EXECUTIVE STEVE PENDERY  
CHARLES R. PETERS  
GARLAN E. VANHOOK

Hutch Johnson  
Susan A. Prather

Attorney for the Board  
Secretary

The meeting was called to order at 5:00 p.m. by William White, Chairman. Following roll call, a quorum was declared present.

Minutes from the November 29, 2006 meeting was presented by Chairman White. Mr. Peters made motion and Judge Wehr seconded to approve the minutes of October 25, 2006, as presented. All voted "AYE" and the motion passed unanimously.

Chairman White greeted the public and acknowledged the attendance of Mr. Jason Dufeck, Chief Deputy for Campbell Circuit Court Clerk, Robert Horine, County Administrator Campbell County Fiscal Court, and Christine Vissman Staff Attorney for the Circuit Court Judges.

Old Business was brought before the Board by Chairman White. Discussion took place regarding the manner in which to evaluate the proposals received for architectural services. Chairman White encouraged the utilization of a standardized evaluation form such as the form submitted by Fiscal Court. Mr. VanHook presented a form created by AOC stating that arbitrary decisions would be eliminated by utilizing such a form in the decision making process. It was the consensus of the Board to utilize the form presented by Fiscal Court in evaluating each of the twelve proposals then utilize the form presented by AOC when evaluating the final applicants.

Upon the conclusion of Old Business, New Business came before the Board. Chairman White invited the presentations of the Financial Service Agencies beginning with Ross, Sinclair & Associates, Inc. Mr. Hutch Johnson, Attorney for the Board, questioned whether to enter into Executive session to conduct the interviews. Mr. VanHook stated it has been his experience that the interviews take place in open meetings with the final decision being made in executive

session. Mr. Johnson questioned whether the information presented by the Agencies would be considered proprietary or confidential in nature thereby requiring Executive session as outlined in statute. Discussion continued regarding the manner in which to conduct the interviews. As Mr. Garrett of Ross, Sinclair & Associates, Inc. stated that the information to be presented is neither proprietary nor confidential, the decision was made to conduct the interviews in open session. Chairman White explained that each presentation is entitled to thirty minutes with Mr. VanHook monitoring the time elapsed. The presentation of Ross, Sinclair & Associates was then invited by Chairman White. Mr. Vince Gabbert, Legal Counsel and Financial Advisor, along with Mr. Ryan Barrow, Financial Advisor, thanked the Board for the opportunity to present their proposal and distributed a packet of information to the members. They reviewed the information contained within the packet detailing their background and reasons to choose RSA along with the services performed should they be chosen as the Financial Advisor for the project. Mr. Gabbert noted that with an office located across the River in Cincinnati, Ross, Sinclair & Associates would be able to offer strong customer service along with staff availability. In addition, they would have the Board's best interest in mind as they also have ties to the community. Questions were raised as to bond rating and structure. Mr. Gabbert explained that the bond rating for the project would be tied to the rating of the AOC. Brief discussion took place as to the manner in which to choose bonds and the importance of bond counsel should it be needed. Mr. Peterson questioned whether the agency has had any history of non-compliance with their projects. Mr. Gabbert responded that Ross, Sinclair & Associates have maintained compliance with all their projects. Mr. Johnson explained that while performing a background check on the agency, he saw no history of non-compliance. Mr. VanHook questioned the manner in which the agency would assist with the formation of the corporation. Mr. Gabbert explained that due to the existence of the Court House Commission, the process may vary from past experience and that details would need to be worked through. Judge Wehr pointed out that the project is unique in that funding has not yet been secured from the Legislation. Mr. VanHook stated that the agencies understand they will not receive payment until their services are complete. As thirty minutes expired, the presentation was concluded.

Chairman White invited the presentation of Hilliard Lyons. Mr. Chris Bowling, Vice President of Public Finance, along with Mr. John Marsee, Public Finance Specialist, noted their appreciation for the opportunity to present their proposal for Financial Advisory Services. Mr. Hutch Johnson questioned whether any information being presented would be deemed proprietary or confidential in nature. Mr. Marsee stated that they do not deem the information to be proprietary or confidential. A packet of information was distributed for the Board's review. Mr. Bowling detailed the information contained within the document focusing on the projects completed with the AOC. He added that the Campbell County project may be more complicated due to the existence of the Court House Commission. Mr. Bowling summarized stating that Hilliard Lyons experience in larger projects, along with local participation with interim financing, sets them apart from other companies. Discussion took place regarding the provision of bond counsel and interim financing. Mr. Bowling stated that they will help the Board through the process of securing bond counsel and that interim financing may be a problem without City or County participation; however, local bank involvement may solve the problem. Mr. Johnson questioned the lack of Hilliard Lyons participation in projects in 2002 through 2006. Mr. VanHook pointed out that the AOC did not provide funding for any projects in 2002 through 2005. Mr. VanHook questioned whether Hilliard Lyons would help with the formation of the

corporation as needed. Mr. Bowling stated they would be available to help and work through the issues in forming a corporation. Questions arose regarding Hilliard Lyons written response to question number eight on the Disclosure Section of the Request for Proposal. As they were unable to provide specifics regarding issues raised from the Hilliard Lyons' 2005 Financial Operations, a request was issued for the submittal of additional information from Hilliard Lyons prior to the next regularly scheduled meeting. Upon completion of the presentation, the Board took a five minute break and reconvened at 6:50 p.m.

Mr. Johnson expressed his opinion that a necessity does not exist in order to discuss the financial agent proposals in Executive session as the information presented is broad in nature. Mr. VanHook agreed that the information is neither proprietary nor confidential; however, he is of the opinion that an open and frank discussion can only take place in executive session. Judge Wehr suggested that Mr. Johnson seek the opinion of Mr. Justin Verst, County Attorney, as to the need for executive session. Judge Pendery noted that discussion could take place in executive session with the meeting being reconvened to render the decision along with making the case for hiring. Mr. Johnson agreed to seek additional opinions reporting back at the next scheduled meeting.

Discussion occurred regarding the two proposals with members of the Board noting points of interest from each proposal. As there is no immediate need for funds, it was the consensus of the Board to table a decision for hiring of the Financial Agent until the next regularly scheduled meeting of February 1.

Next, discussion occurred regarding the evaluation of the Architectural Proposals received. Mr. VanHook revisited the issue of the A-E Selection Grade Sheet by explaining the point value system. Judge Pendery questioned whether the Grade Sheet could be utilized at tonight's meeting. Mr. VanHook presented a simpler solution for narrowing the field of candidates; each member was polled to identify the proposals they deemed worthy of further consideration. Six proposals garnered enough support to be invited for an interview. It was the decision of the Board to schedule the interviews in one hour time slots over a two day period that being Thursday, February 1 and Friday, February 2 with a special meeting being set for February 15, 2007 at 2:00 p.m. to review said proposals and consider selection of an architect. The results of random draw for scheduling purposes were as follows: February 1 – 5:30 p.m. Louis & Henry; 6:30 p.m. Bennett-Rosser; and 7:30 p.m. CMW. February 2: 2:00 p.m. DLZ Kentucky; 3:00 p.m. JRA; and 4:00 p.m. Sherman Carter Barnhart. It was moved by Mr. Peterson and seconded by Judge Pendery to accept the six candidates in order of the random draw. There being no further discussion, all voted "AYE" and the motion passed unanimously.

Chairman's Report was the next item on the agenda. Chairman White stated that as a result of the last meeting, eight construction management firms received direct correspondence notifying them of the proposed project and acceptance of bid proposals. Public notices were re-advertised providing a deadline and submittal date of January 31, 2007 at 11:00 a.m. Chairman White noted that correspondence was received from Codell Construction requesting the Board hold their previous submitted proposal as they remain very interested in the project.

There being no additional business before the Board, it was moved by Judge Wehr, and seconded by Judge Pendery, that the meeting be adjourned. The meeting was adjourned at 8:10 p.m.

Approved:

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WILLIAM H. WHITE  
Chairman

Attest:

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SUSAN A. PRATHER  
Secretary